

**Fill in this information to identify your case:**

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF TEXAS

Case number (if known)

Chapter

11☐ Check if this an amended filing

## Official Form 201

**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

4/19

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name ATI Mezz Dallas, LLC

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 82-1840550

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of business

3838 N Sam Houston Pkwy E, Suite 420  
Houston, TX 77032

Number, Street, City, State &amp; ZIP Code

P.O. Box, Number, Street, City, State &amp; ZIP Code

Harris

County

Location of principal assets, if different from principal place of business

Number, Street, City, State &amp; ZIP Code

5. Debtor's website (URL) \_\_\_\_\_

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))☐ Partnership (excluding LLP)☐ Other. Specify: \_\_\_\_\_

Debtor **ATI Mezz Dallas, LLC**  
Name

Case number (if known)

**7. Describe debtor's business****A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

**B. Check all that apply**

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

**C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.**  
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

**8. Under which chapter of the Bankruptcy Code is the debtor filing?****Check one:**

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. **Check all that apply:**

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625 (amount subject to adjustment on 4/01/22 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**☒ No.☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**☒ No☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor	_____	Relationship	_____
District	_____	When	_____
		Case number, if known	_____

Debtor **ATI Mezz Dallas, LLC**  
Name

Case number (if known)

**11. Why is the case filed in this district?***Check all that apply:*

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention?** (*Check all that apply.*)☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? \_\_\_\_\_

☐ It needs to be physically secured or protected from the weather.☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).☐ Other \_\_\_\_\_**Where is the property?** \_\_\_\_\_

Number, Street, City, State &amp; ZIP Code

**Is the property insured?**☐ No☐ Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

**Statistical and administrative information****13. Debtor's estimation of available funds***Check one:*

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

**14. Estimated number of creditors**☒ 1-49☐ 50-99☐ 100-199☐ 200-999☐ 1,000-5,000☐ 5001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000**15. Estimated Assets**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☒ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion**16. Estimated liabilities**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☒ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

Debtor **ATI Mezz Dallas, LLC**  
Name

Case number (if known)

**Request for Relief, Declaration, and Signatures****WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**17. Declaration and signature  
of authorized  
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **June 24, 2019**  
MM / DD / YYYY**X /s/ Charles Aque**

Signature of authorized representative of debtor

**Charles Aque**

Printed name

Title **President****18. Signature of attorney****X /s/ T. Josh Judd**

Signature of attorney for debtor

Date **June 24, 2019**

MM / DD / YYYY

**T. Josh Judd**

Printed name

**Andrews Myers, P.C.**

Firm name

**1885 Saint James Place, 15th Floor  
Houston, TX 77056**

Number, Street, City, State &amp; ZIP Code

Contact phone **713-850-4200**Email address **jjudd@andrewsmyers.com****24036866 TX**

Bar number and State

### WRITTEN CONSENT OF THE MANAGER

The undersigned, being the sole Manager of Addison Tower Investment Company, LLC, which is the sole member of ATI MEZZ DALLAS, LLC, a Delaware limited liability company (the "Company"), and pursuant to the provisions of the Delaware statutes, hereby consents to the adoption by the sole Manager of the sole member of the Company of the following resolutions and to the action authorized in such resolutions being taken by the Company in lieu of a meeting thereof:

RESOLVED, that the Company should reorganize by filing for bankruptcy protection under Chapter 11 of the Bankruptcy Code with an appropriate federal bankruptcy court sitting in Harris County, Texas;

RESOLVED, that Charles Aque, the sole Manager of the of the sole member of the Company, is hereby authorized and directed to prepare or cause to be prepared the voluntary petition and to cause the initiation and prosecution of a case under the Bankruptcy Code (the "Bankruptcy Case");

RESOLVED, that Charles Aque is authorized to prepare or cause to be prepared all other documents, pleadings and other instruments necessary to prosecute the Bankruptcy Case;

RESOLVED, that the Company is authorized and directed to employ and retain the firm of Andrews Myers, P.C., Attorneys at Law, to represent the Company in its case under the Bankruptcy Code upon such retainer and compensation agreement as may seem in the sole discretion of the Manager to be appropriate;

RESOLVED FURTHER, that any and all actions taken by the Manager of the sole member of the Company, for and on behalf and in the name of this Company, prior to the adoption of the foregoing resolutions, in connection with any of the foregoing matters, be and they are hereby, ratified, confirmed and approved in all respects for all purposes; and

RESOLVED, that the Manager of Addison Tower Investment Company, LLC, as the sole member the Company (and his designees and delegates) be, and hereby is, authorized, empowered, and directed to take all actions, or to not take any action in the name of each Company, with respect to the transactions contemplated by these resolutions hereunder, as such Manager shall deem necessary or desirable in such Manager's reasonable business judgment, as may be necessary or convenient to effectuate the purposes of the transactions contemplated herein.

SIGNAURE PAGE TO FOLLOW

DATE: 06/21/2019

ATI MEZZ DALLAS, LLC

  
\_\_\_\_\_  
CHARLES AQUE

Manager of Addison Tower Investment Company, LLC,  
the sole member of ATI Mezz Dallas, LLC

ATI Dallas, LLC  
3838 N Sam Houston Pkwy E, Suite 420  
Houston, TX 77032

ATI Mezz Dallas, LLC  
3838 N Sam Houston Pkwy E, Suite 420  
Houston, TX 77032

Internal Revenue Service  
Centralized Insolvency Operations  
P.O. Box 7346  
Philadelphia, PA 19101-7346

Quadrant Mezzanine Partners, LLC  
Attn: Grant Garlock  
8333 Douglas Avenue, Suite 1350  
Dallas, TX 75225

Quadrant Mezzanine Partners, LLC  
8333 Douglas Avenue, Suite 1350  
Dallas, TX 75225

T. Josh Judd  
Andrews Myers, P.C.  
1885 Saint James Place, 15th Floor  
Houston, TX 77056

The Office for the United States Trustee  
515 Rusk Ave, Suite 3516  
Houston, TX 77002-2604